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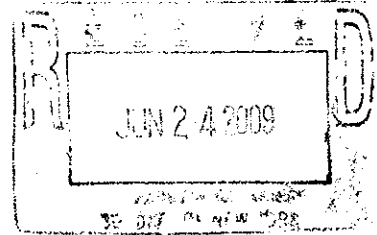
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June 23, 2009

**VIA UPS OVERNIGHT MAIL**

Clerk  
United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
New York, NY 10004-1408

Re: General Motors Corp., et al  
Chapter 11 Case No. 09-50026 (REG)



Dear Sir/Madam:

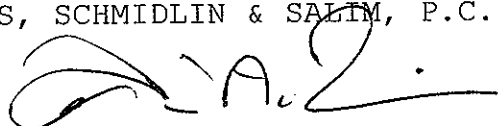
Enclosed please find Objection to Cure Amount, which we would appreciate your filing in the above captioned matter on behalf of our client, Shively Brothers, Inc.

Thank you for your assistance in this regard.

Sincerely,

HICKS, SCHMIDLIN & SALIM, P.C.

By:

  
David A. Salim

DAS:bc  
Enclosure  
cc: Shively Brothers, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11 Case No.

GENERAL MOTORS CORP., et al,

09-50026 (REG)

Debtors

(Jointly Administered)

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OBJECTION TO CURE AMOUNT  
OF SHIVELY BROTHERS, INC.

Shively Brothers, Inc., by and through its undersigned counsel, hereby files its objection to the Cure Amount for the reasons and in the amount stated on the Addendums annexed hereto and made a part hereof.

Respectfully submitted,

HICKS, SCHMIDLIN & SALIM, P.C.  
Attorneys for Shively Brothers, Inc.

By: 

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Dated: June 23, 2009

ADDENDUM #1

In addition to the Cure Amount provided on the Contract Website, Shively Brothers, Inc. should also be paid pre-June 1 Receivables not listed in e-DACOR, totaling \$127,962.94, itemized on the attached Schedule #1

SCHEDULE #1

Type	Our Ref	Date	PO #	Original Amount	Outstanding Amount
Invoice	IN0052850	4/30/2009	LTS78730	5.88	5.88
Invoice	IN0033049	5/22/2008	INR63938	13.60	10.20
Invoice	IN0049694	2/26/2009	TAR20798	14.75	14.16
Invoice	IN0048619	2/6/2009	FGR75629	17.00	16.66
Invoice	IN0050802	3/20/2009	FGR77083	17.00	16.66
Invoice	IN0045762	12/4/2008	MRR22741	32.54	16.68
Invoice	IN0049686	2/26/2009	MAR78401	22.74	22.74
Invoice	IN0050092	3/5/2009	FGR76634	32.50	31.20
Invoice	IN0050376	3/11/2009	FGR76634	32.50	31.20
Invoice	IN0042179	10/9/2008	INR55694	35.72	35.72
Invoice	IN0044103	11/5/2008	INR66229	39.96	39.96
Invoice	IN0023665	1/7/2008	RM13345	40.92	40.92
Invoice	IN0048258	1/30/2009	FGR75208	49.08	44.17
Invoice	IN0030826	4/21/2008	INR62995	56.91	56.91
Invoice	IN0040217	9/8/2008	TTR25822	60.84	60.84
Invoice	IN0043634	10/30/2008	INR65962	81.30	81.30
Invoice	IN0048786	2/11/2009	FGR75702	91.00	87.42
Invoice	IN0050381	3/11/2009	FGR76702	102.12	101.16
Invoice	IN0048484	2/4/2009	FGR75208	114.52	103.07
Invoice	IN0043119	10/23/2008	INR66084	107.16	107.16
Invoice	IN0048884	2/12/2009	FGR75629	153.00	149.94
Invoice	IN0051062	3/25/2009	FGR77083	153.00	149.94
Debit Memo	DM0051400	3/31/2009	FHS16088	153.60	153.60
Invoice	IN0049095	2/16/2009	FGR75702	166.00	159.36
Invoice	IN0043116	10/23/2008	INR65513	180.95	180.95
Invoice	IN0053235	5/8/2009	TAR21972	194.50	194.50
Invoice	IN0040429	9/11/2008	FGR69146	208.76	208.76
Invoice	IN0051700	4/6/2009	FGR77468	552.88	230.72
Invoice	IN0053510	5/13/2009	TCR19934	281.00	281.00
Invoice	IN0051986	4/14/2009	FHS16099	344.30	344.30
Invoice	IN0047340	1/9/2009	FHS16087	367.60	367.60
Invoice	IN0053944	5/26/2009	FHS16099	532.20	532.20
Invoice	IN0050550	3/16/2009	FGR76702	587.88	582.00

Invoice	IN0053705	5/19/2009	HFV6-GAGE090518	1,502.00	1,502.00	PVB000028	Summary Invoice for Gage Technicians for the week of 5/18/09
Invoice	IN0053129	5/6/2009	RMS30715	2,125.15	2,125.15		
Invoice	IN0045737	12/4/2008	GMS26045	2,880.00	2,880.00		
Invoice	IN0053520	5/14/2009	ROM-200905-WK19	91,065.24	2,901.52		
Invoice	15740	1/10/2008	tar09926	2,970.00	2,970.00		
Invoice	IN0052621	4/27/2009	FHS16099	3,250.92	3,250.92		
Invoice	IN0053542	5/14/2009	GMS26623	4,200.00	4,200.00		
Invoice	IN0053959	5/26/2009	GMS33810	4,815.00	4,815.00		
Invoice	IN0051416	4/1/2009	TCR20854	104,507.30	8,353.64		
Invoice	IN0053735	5/20/2009	GMS33892	9,740.52	9,740.52		
Invoice	IN0053937	5/26/2009	M4-20090525	12,758.46	12,758.46	MRB00383	Summary Invoice for CM program
Invoice	IN0054129	5/29/2009	POP-0905	87,632.27	68,006.85		
Total					127,962.94		

ADDENDUM #2

In addition to the Cure Amount provided on the Contract Website, Shively Brothers, Inc. should also be paid its inventory claim related to:

- Excessive inventory;
- Obsolete inventory;
- Plants closing or to be closed;

Totaling \$1,875,707.00, as itemized on the attached Schedule #2

Contract #	PROGRAM	LINE OR PLT	Closing Date	Active Until Closing	OBSOLETE / NO SALES OVER A YEAR	2009 - 2010		EXTENDED INVENTORY VALUE	Durine Value Total	NOTE
						CLOSE	CLOSE			
FH801351	GMPT Flint North	Components		Dec-10	\$364,951	\$0	\$159,045	\$523,996	\$523,996	
FGB07561	Grand Blanc Metal Center	Grand Blanc	Not Closing			\$633		\$633	\$633	
PVB00028	GMPT Flint Engine South	HFV6	Not Closing			\$8,178		\$8,178	\$8,178	Durables
PVB00023	GMPT Flint Engine South	L5/L6	Closed			\$28,524		\$28,524	\$28,524	Plt Closed the end of May
GRB31111	MFD-TDO	Grand Rapids		Dec-09			\$34,595	\$34,595	\$34,595	Material in stock only for this plt
FMB40525	MFD-TDO	Mansfield		Dec-09			\$23,764	\$23,764	\$23,764	Material in stock only for this plt
DEB15133	MFD-TDO	ALL FOUR	Flint / Marion Not Closing		\$200,524			\$200,524	\$200,524	Shared items that were normal
TCB08309	GMPT-PPO	Pontiac	Not Closing		\$960			\$960	\$960	usage before last year's slowdown
WAB11675	GMPT-WARREN	Warren		Dec-10	\$9,242	\$8,095		\$17,337	\$17,337	Material is sitting in the plt
TAB01263	GMPT-Tonawanda	3.9L		Jun-09	\$726,251			\$726,251	\$726,251	consigned
TAB01263	GMPT-Tonawanda	10075 Cams	Closed		\$15,622			\$15,622	\$15,622	Leaving
TAB01263	GMPT-Tonawanda	ALL OTHERS	Rest of Plant staying open?		\$295,323			\$295,323	\$295,323	Line is gone.
					<b>\$1,285,257</b>	<b>\$225,499</b>		<b>\$1,875,707</b>	<b>\$1,875,707</b>	